

**ZAGGLE/23-24/40**

December 12, 2023

To Listing Department, NATIONAL STOCK EXCHANGE OF INDIA LIMITED Exchange Plaza, Plot No C/1, G Block Bandra Kurla Complex, Bandra (East), Mumbai -400 051, Maharashtra  <b>Company Symbol: ZAGGLE</b>	To The Corporate Relations Department BSE LIMITED Phiroz Jeejeebhoy Towers, 25 <sup>th</sup> Floor, Dalal Street, Mumbai -400 001, Maharashtra  <b>Company Scrip Code: 543985</b>
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Dear Sir / Madam,

**Subject: Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') - Postal Ballot Voting Results along with Scrutinizer Report.**

This is in continuation to our earlier letter dated November 09, 2023 vide reference ZAGGLE/23-24/34 regarding submission of the notice of Postal Ballot dated November 07, 2023 seeking approval of the shareholders of Zaggle Prepaid Ocean Services Limited (Company) through postal Ballot process by remote electronic voting for special businesses mentioned therein.

Further, the Company has engaged KFin Technologies Limited, Registrar and Transfer Agents of the Company to provide e-Voting facility for its Shareholders. The e-voting period commenced from Friday, November 10, 2023 at 09.00 am (IST) and ended on Saturday, December 9, 2023 at 05.00 pm (IST).

We wish to inform you, pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, that special resolution proposed in the notice of Postal Ballot dated November 07, 2023 have been approved by the shareholders of the Company.

In this regard, we are enclosing herewith the following documents:

1. Postal Ballot Voting Result in the prescribed format in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Scrutinizer's Report on the Postal Ballot dated December 11, 2023 on remote e-voting pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.

**Zaggle Prepaid Ocean Services Limited**

(formerly known as Zaggle Prepaid Ocean Services Private Limited)

Regd. Office: 301, III Floor, CSR Estate, Plot No.8, Sector 1, HUDA Techno Enclave, Madhapur Main Road,  
Hyderabad, Rangareddi – 500081, Telangana. Ph.: 040 23119049

CIN : U65999TG2011PLC074795 | PAN : AAACZ4965E | accounts.hyd@zaggle.in | www.zaggle.in



Why Haggle! When you can Zaggle!

The Voting Results along with the Scrutinizer's Report are available on the website of the Company at [www.zaggle.in](http://www.zaggle.in) and on the website of KFin Technologies Limited at <https://evoting.kfintech.com>.

You are requested to take the above information on your record.

Thanking you.

Yours faithfully,

**For Zaggle Prepaid Ocean Services Limited**

**Hari Priya  
Company Secretary and Compliance Officer**

**Encl: As above**

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CIN : U65999TG2011PLC074795 | PAN : AAACZ4965E | [accounts.hyd@zaggle.in](mailto:accounts.hyd@zaggle.in) | [www.zaggle.in](http://www.zaggle.in)

<b>Company Name</b>	ZAGGLE PREPAID OCEAN SERVICES LIMITED
<b>Date of the AGM/EGM/POSTAL BALLOT</b>	December 09, 2023
<b>Total number of shareholders on record date</b>	25076
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	Not Applicable
<b>Promoters and Promoter Group:</b>	-
<b>Public:</b>	-
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	Not Applicable
<b>Promoters and Promoter Group:</b>	-
<b>Public:</b>	-

Resolution required: (Ordinary/ Special)	SPECIAL - Approval for amendments in Zagggle Employee Stock Option Scheme 2022 ("Zagggle ESOP 2022" or "Scheme") of Zagggle Prepaid Ocean Services Limited ("Company")							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	53805646	53805646	100.0000	53805646	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>53805646</b>	<b>53805646</b>	<b>100.0000</b>	<b>53805646</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	25225955	15888443	62.9845	14226728	1661715	89.5414	10.4586
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>25225955</b>	<b>15888443</b>	<b>62.9845</b>	<b>14226728</b>	<b>1661715</b>	<b>89.5413</b>
Public- Non Institutions	E-Voting	43065157	19855783	46.1064	19847903	7880	99.9603	0.0397
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>43065157</b>	<b>19855783</b>	<b>46.1064</b>	<b>19847903</b>	<b>7880</b>	<b>99.9603</b>
<b>Total</b>		<b>122096758</b>	<b>89549872</b>	<b>73.3434</b>	<b>87880277</b>	<b>1669595</b>	<b>98.1356</b>	<b>1.8644</b>

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<b>Date of the AGM/EGM/POSTAL BALLOT</b>	December 09, 2023
<b>Total number of shareholders on record date</b>	25076
<b>No. of shareholders present in the meeting either in person or</b>	Not Applicable
<b>Promoters and Promoter Group:</b>	-
<b>Public:</b>	-
<b>No. of Shareholders attended the meeting through Video</b>	Not Applicable
<b>Promoters and Promoter Group:</b>	-
<b>Public:</b>	-

Resolution required: (Ordinary/ Special)	SPECIAL - Approval for grant of options to the identified employees exceeding 1% of the issued capital of the Company during any one year under Zagggle Employee Stock Option Scheme 2022 ("Zagggle ESOP 2022" or "Scheme")							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	53805646	53805646	100.0000	53805646	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		53805646	53805646	100	53805646	0	100
Public- Institutions	E-Voting	25225955	15888443	62.9845	14226728	1661715	89.5414	10.4586
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		25225955	15888443	62.9845	14226728	1661715	89.5414
Public- Non Institutions	E-Voting	43065157	19855803	46.1064	19847888	7915	99.9601	0.0399
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		43065157	19855803	46.1064	19847888	7915	99.9601
<b>Total</b>		<b>122096758</b>	<b>89549892</b>	<b>73.3434</b>	<b>87880262</b>	<b>1669630</b>	<b>98.1355</b>	<b>1.8645</b>

<b>Company Name</b>	ZAGGLE PREPAID OCEAN SERVICES LIMITED
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<b>Total number of shareholders on record date</b>	25076
<b>No. of shareholders present in the meeting either in person or</b>	Not Applicable
<b>Promoters and Promoter Group:</b>	-
<b>Public:</b>	-
<b>No. of Shareholders attended the meeting through Video</b>	Not Applicable
<b>Promoters and Promoter Group:</b>	-
<b>Public:</b>	-

Resolution required: (Ordinary/ Special)	SPECIAL - Ratification of the Zaggle Employee Stock Option Scheme 2022 ("Zaggle ESOP 2022" or "Scheme")							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	53805646	53805646	100.0000	53805646	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		53805646	53805646	100	53805646	0	100
Public- Institutions	E-Voting	25225955	15888443	62.9845	14226728	1661715	89.5414	10.4586
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		25225955	15888443	62.9845	14226728	1661715	89.5414
Public- Non Institutions	E-Voting	43065157	19855803	46.1064	19847903	7900	99.9602	0.0398
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		43065157	19855803	46.1064	19847903	7900	99.9602
<b>Total</b>		<b>122096758</b>	<b>89549892</b>	<b>73.3434</b>	<b>87880277</b>	<b>1669615</b>	<b>98.1355</b>	<b>1.8645</b>

<b>Company Name</b>	ZAGGLE PREPAID OCEAN SERVICES LIMITED
<b>Date of the AGM/EGM/POSTAL BALLOT</b>	December 09, 2023
<b>Total number of shareholders on record date</b>	25076
<b>No. of shareholders present in the meeting either in person or</b>	Not Applicable
<b>Promoters and Promoter Group:</b>	-
<b>Public:</b>	-
<b>No. of Shareholders attended the meeting through Video</b>	Not Applicable
<b>Promoters and Promoter Group:</b>	-
<b>Public:</b>	-

Resolution required: (Ordinary/ Special)	SPECIAL - Repricing of the exercise price for the various options granted under Zaggle Employee Stock Option Scheme 2022 ("Zaggle ESOP 2022" or "Scheme")							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]* 100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
Promoter and Promoter Group	E-Voting	53805646	53805646	100.0000	53805646	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>53805646</b>	<b>53805646</b>	<b>100.0000</b>	<b>53805646</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	25225955	15888443	62.9845	10967045	4921398	69.0253	30.9747
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>25225955</b>	<b>15888443</b>	<b>62.9845</b>	<b>10967045</b>	<b>4921398</b>	<b>69.0253</b>
Public- Non Institutions	E-Voting	43065157	19855773	46.1064	19847923	7850	99.9605	0.0395
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>43065157</b>	<b>19855773</b>	<b>46.1064</b>	<b>19847923</b>	<b>7850</b>	<b>99.9605</b>
<b>Total</b>		<b>122096758</b>	<b>89549862</b>	<b>73.3434</b>	<b>84620614</b>	<b>4929248</b>	<b>94.4955</b>	<b>5.5045</b>

# S.S. Reddy & Associates Practicing Company Secretaries

## Report of Scrutinizer

*[Pursuant to section 108 and 110 of the Companies Act, 2013 and rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended]*

To,  
The Chairman  
Zaggle Prepaid Ocean Services Limited  
(Formerly Zaggle Prepaid Ocean Services Private Limited)  
301, III Floor, CSR Estate, Plot No.8,  
Sector1, HUDA Techno Enclave,  
Madhapur Main Road, Hyderabad, Rangareddi-500081

Dear Sir,

**Sub: Scrutinizer's Report on postal ballot conducted through remote e-voting facility in respect of passing of special resolution set-out in the Postal Ballot Notice dated November 7, 2023.**

**Unit: Zaggle Prepaid Ocean Services Limited (Formerly Zaggle Prepaid Ocean Services Private Limited) (BSE Scrip code: 543985) (NSE Symbol: ZAGGLE)**

We, S.S Reddy & Associates, appointed as the Scrutinizer by the Board of Directors of Zaggle Prepaid Ocean Services Limited (Company) pursuant to section 108 and section 110 of Companies Act 2013 read with rule 20 & 22 of the Companies (Management and Administration) Rules 2014 as amended from time to time, for the purpose of the scrutinizing the postal ballot through remote e-voting in respect of the resolution(s) as mentioned in the Report, proposed in the Postal Ballot notice dated November 7, 2023, and We submit our report as under:

1. In compliance with the provisions of Companies Act, 2013 and the Rules made thereunder relating to postal ballot through remote e-voting on the resolutions proposed in the Postal Ballot Notice dated November 7, 2023, our responsibility as a scrutinisher is to ensure that the voting process both through remote e-voting are conducted in a fair and transparent manner and render Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Kfin Technologies Limited.
2. The Company completed the dispatch of Notice (for the process of remote e-voting) on November 9, 2023, only through electronic mode to members whose e-mail addresses were registered with the Company/ Depository Participant(s) and whose name(s) appeared in the Register of Members/ Register of Beneficial Owners as on the cut-off date. For this purpose, we have relied upon the email exchanged by Kfin Technologies Limited with the Company to confirm that the email communication has been sent to all the members as mentioned above.

Plot No. 8-2-603/23/3 & 8-2-603/23 15, 2nd Floor, HSR Summit, Banjara Hills, Road No. 10,  
Beside No. 1 News Channel office, Hyderabad – 500034.  
Mobile: 9866253999, E-mail: ssrfcs@gmail.com

# S.S. Reddy & Associates Practicing Company Secretaries

3. An advertisement regarding Postal Ballot Notice/ remote e-voting was published in the newspapers "Financial Express" (English) and "Prajasakti" (Telugu) on November 10, 2023.
4. Pursuant to Rule 20 (4) (v) of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the remote e-voting opened on Friday, November 10, 2023 at 9.00a.m. IST and closed on Saturday, December 09, 2023 at 05.00 p.m. IST.
5. The equity shareholders holding shares as on November 03,2023, "cut-off date", were entitled to vote on the resolutions stated in the Postal Ballot Notice.All the votes received upto 5:00 P.M. IST on December 9, 2023, being the last date and time fixed by the Company for remote e-voting, were considered for my scrutiny.
6. The remote e-voting results were unblockedby us on December 9, 2023at 05:00 P.M. in the presence of two witnesses who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of Kfin Technologies Limited (<https://evoting.kfintech.com/>) which were scrutinised and reviewed, the votes were counted and scrutinizers reports were prepared accordingly.
7. The total votes cast in favour or against all the resolutions proposed in the Postal Ballot Notice are as under:

## **Resolution No.1: Special Resolution**

### **Approval for amendments in Zagle Employee Stock Option Scheme 2022 ("Zagle ESOP 2022" or "Scheme") of Zagle Prepaid Ocean Services Limited ("Company")**

- (i) Voted in favour of the resolution:

<b>Number of Members voted</b>	<b>Number of Votes cast in favour of the resolution</b>	<b>% of Total number of Valid Votes cast</b>
146	8,78,80,277	98.14

- (ii) Voted against the resolution:

<b>Number of Members voted</b>	<b>Number of Votes cast against the resolution</b>	<b>% of Total number of Valid Votes cast</b>
15	16,69,595	1.86



# S.S. Reddy & Associates Practicing Company Secretaries

(iii) Invalid Votes:

Number of Members voted	Number of Votes cast on the resolution	% of Total number of Invalid Votes cast
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The above Special Resolution as contained in the Postal Ballot Notice dated November 7, 2023 has been passed with requisite majority.

## **Resolution No.2: Special Resolution**

**Approval for grant of options to the identified employees exceeding 1% of the issued capital of the Company during any one year under Zagggle Employee Stock Option Scheme 2022 (“Zagggle ESOP 2022” or “Scheme”)**

i. Voted in favour of the resolution:

Number of Members voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
145	8,78,80,262	98.14

ii. Voted against the resolution:

Number of Members voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
17	16,69,630	1.86

iii. Invalid Votes:

Number of Members voted	Number of Votes cast on the resolution	% of Total number of Invalid Votes cast
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The above Special Resolution as contained in the Postal Ballot Notice dated November 7, 2023 has been passed with requisite majority.

Plot No. 8-2-603/23/3 & 8-2-603/23 15, 2nd Floor, HSR Summit, Banjara Hills, Road No. 10,  
Beside No. 1 News Channel office, Hyderabad – 500034.  
Mobile: 9866253999, E-mail: ssrfcs@gmail.com

# S.S. Reddy & Associates Practicing Company Secretaries

## **Resolution No.3: Special Resolution**

### **Ratification of the Zagle Employee Stock Option Scheme 2022 (“Zagle ESOP 2022” or “Scheme”)**

i. Voted in favour of the resolution:

<b>Number of Members voted</b>	<b>Number of Votes cast in favour of the resolution</b>	<b>% of Total number of Valid Votes cast</b>
147	8,78,80,277	98.14

ii. Voted against the resolution:

<b>Number of Members voted</b>	<b>Number of Votes cast against the resolution</b>	<b>% of Total number of Valid Votes cast</b>
15	16,69,615	1.86

iii. Invalid Votes:

<b>Number of Members voted</b>	<b>Number of Votes cast on the resolution</b>	<b>% of Total number of Invalid Votes cast</b>
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The above Special Resolution as contained in the Postal Ballot Notice dated November 7, 2023 has been passed with requisite majority.

## **Resolution No.4: Special Resolution**

### **Repricing of the exercise price for the various options granted under Zagle Employee Stock Option Scheme 2022 (“Zagle ESOP 2022” or “Scheme”)**

i. Voted in favour of the resolution:

<b>Number of Members voted</b>	<b>Number of Votes cast in favour of the resolution</b>	<b>% of Total number of Valid Votes cast</b>
143	8,46,20,614	94.50

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ii. Voted against the resolution:

Number of Members voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
19	49,29,248	5.50

iii. Invalid Votes:

Number of Members voted	Number of Votes cast on the resolution	% of Total number of Invalid Votes cast
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The above Special Resolution as contained in the Postal Ballot Notice dated November 7, 2023 has been passed with requisite majority.

5. All the Electronic data and all other relevant records of remote e-voting were handed over to the Chairman authorized by the Board for safe keeping.

**Place: Hyderabad**

**Date: 11.12.2023**

**For S. S. Reddy & Associates**

SANIVARAPU Digitally signed by  
SANIVARAPU  
SARWESWAR SARWESWARA REDDY  
A REDDY Date: 2023.12.11  
17:32:28 +05'30'

**S. Sarveswar Reddy**

**Proprietor**

**M. No. F12619, CP No:7478**

**UDIN:F012619E002907181**

**Peer Review Cer. No. 1450/2021**

Plot No. 8-2-603/23/3 & 8-2-603/23 15, 2nd Floor, HSR Summit, Banjara Hills, Road No. 10,  
Beside No. 1 News Channel office, Hyderabad – 500034.  
Mobile: 9866253999, E-mail: ssrfcs@gmail.com